

UNITED STATES

DEPARTMENT OF VETERANS AFFAIRS

Office of Small and Disadvantaged Business Utilization

**Mentor-Protégé Program
Guidebook**



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Department of Veterans Affairs Program Guidebook

1. Purpose

The Department of Veterans Affairs (VA) Mentor-Protégé Program (MPP) is designed to assist Service Disabled Veteran Owned Small Businesses (SDVOSBs) and Veteran Owned Small Businesses (VOSBs) in enhancing their capabilities to perform prime contracts and subcontracts for VA. The MPP is also designed to improve the performance of VA contractors and subcontractors by providing developmental assistance to protégé entities, fostering the establishment of long-term relationships between VA prime contractors, SDVOSB and VOSB and increasing the overall number of SDVOSBs and VOSBs that receive VA contract and subcontract awards.

2. Incentive To Participate

The MPP provides non-monetary incentives for VA prime contractors to assist eligible SDVOSB and VOSB firms (as defined in Public Law 109-461) in enhancing their viability as fully capable and competitive business entities.

Cost incurred by a mentor to provide developmental assistance, as described in Veterans Affairs Acquisition Regulation (VAAR) 819.7110 to fulfill the terms of their agreement(s) with a protégé firms(s), are not reimbursable as a direct cost under a VA contract. If VA is the mentor's responsible audit agency under FAR 42.703-1, VA will consider these costs in determining indirect cost rates. If VA is not the responsible audit agency, mentors are encouraged to enter into an advance agreement with their responsible audit agency on the treatment of such cost when determining indirect cost rates.

Contracting Officers shall give mentors evaluation credit under VAAR 852.219-72, Evaluation Factor for participation in the VA Mentor-Protégé Program, consideration for contracts awarded pursuant to their Mentor-Protégé Agreements and their subcontracting plans. See VAAR 819-7105.

Large business prime contractors serving as mentors in the VA Mentor-Protégé Program are eligible for an incentive for subcontracting plan credit. VA will recognize the costs incurred by a mentor firm in assisting a protégé firm and apply those costs for purposes of determining whether the mentor firm attains its subcontracting plan participation goals under a VA contract. The amount of credit given to a mentor firm for these protégé developmental assistance costs shall be calculated on a dollar-for-dollar basis and reported by the large business prime contractor via the Electronic Subcontracting Reporting System (eSRS). Contracting Officers shall verify with the Office for Small and Disadvantaged Business Utilization (OSDBU) the total cost of assistance provided to the protégé during the reporting period.

The Executive Director of the Office for Small and Disadvantaged Business Utilization (OSDBU) will present, annually, a nonmonetary award to the mentor providing the most effective developmental support to a protégé.

Mentors firms may be invited to brief contracting officers, program managers, office directors and other guest on the progress of their Mentor-Protégé Program Agreement.

3. Definitions

Application: Submission of a Mentor-Protégé Agreement (MPA) constitutes an application for consideration into the VA Mentor-Protégé Program.

Association of Procurement Technical Assistance Centers: The Association of Procurement Technical Assistance Centers (APTAC) is an organization comprised of and supporting Procurement Technical Assistance Centers (PTACs) and the professionals who work for them. APTAC's primary function is to provide a national forum to conduct training and facilitate the exchange of information and ideas among procurement professionals, to provide a national voice for the PTACs, and otherwise work toward strengthening the program and the level of services it provides.

Center for Small Business Utilization (CSBU): CSBU is a division of the Office of Small and Disadvantaged Business Utilization. The mission of the CSBU is to advocate for the maximum practicable participation of Small, Small Disadvantaged, Service Disabled Veteran Owned, Veteran Owned Small Business, Women Owned and HUBZone businesses in contracts awarded by the Department of Veterans Affairs and in subcontracts that are awarded by VA's prime contractors.

Center for Veteran Enterprise (CVE): CVE is repository office that processes electronic applications for verification from SDVOSB and VOSB. CVE will process application in timely manner and verify status annually of SDVOSB and VOSB.

Electronic Subcontracting Reporting System (eSRS): The Government wide, electronic, web-based system for small business subcontracting program reporting. (<http://www.esrs.gov>)

Federal Contractor Certification: Federal Contractor Certification is a training program for Veteran business owners intended to help these owners understand Federal contracting, respond competently to solicitations and perform successfully once they have won the contract.

Mentor: May be a large or small business entity, either a prime contractor or subcontractor and demonstrates the commitment and capability to assist in the development of a Service Disabled Veteran Owned Small Business and a Veteran Owned Small Business.

Mentor-Protégé Agreement (MPA): MPA is an agreement between two parties, a mentor and protégé, to provide assistance to a protégé as part of their business development.

Mentor-Protégé Program (MPP): A program designed to assist Service-Disabled Veteran and Veteran owned small businesses in enhancing their capabilities to perform prime contracts and subcontracts for the VA.

North American Industrial Classification System (NAICS): The standard used by Federal statistical agencies in classifying business establishments for the purpose of collecting, analyzing, and publishing statistical data related to the U.S. business economy.

Office of Small and Disadvantaged Business Utilization (OSDBU): The Office of Small and Disadvantaged Business Utilization (OSDBU) serves as the Department of Veterans Affairs (VA) advocate, to assist and support the interests of small businesses. A related mission of this office is to provide outreach and liaison support to businesses (large and small) and other members of the private sector concerning acquisition related issues. In addition, the office is responsible for monitoring VA implementation and execution of the socioeconomic procurement programs.

Protégé: A Service-Disabled Veteran-owned and a Veteran-owned small business concern that is independently owned and operated, not dominant in its field, and meets Federal size standards of a small business in its primary North American Industrial Classification Code (NAICS).

Technical Transfer: The process of sharing of skills, knowledge, technologies, methods of manufacturing, samples of manufacturing and facilities between mentor and protégé and to ensure that scientific and technological developments are accessible to the protégé who can then further develop and exploit the technology into new products, processes, applications, materials or services.

Vendor Information Pages (VIP): The Vendor Information Pages Database is the only federally controlled database in which a legal verification process is used to determine service disabled or veteran status of a small business. All companies participating in the Veterans First Contracting Program, under PL 109-461, are required to be registered in the database before receiving awards under the program. Contractors are required to be verified prior to receiving contract awards.

Verification: A process, authorized by Public Law 109-461, to examine the ownership and control records of businesses registered in VA's Vendor Information Pages (VIP) database (www.VetBiz.gov)

4. General Policy.

- (a) To be eligible, mentors and protégés must not be listed on the Excluded Parties List System located at <http://www.epls.gov>. Mentors will provide appropriate developmental assistance to enhance the capabilities of the protégé.
- (b) Protégé must be in the Vendor Information Pages (VIP) for submission of an MPA and must be verified by Center for Veterans Enterprise (CVE) prior to acceptance into the Mentor-Protégé Program.
- (c) VA's Mentor-Protégé Program is limited to protégés that provide goods or services that VA procures.
- (d) Protégé shall create initiatives to hire Veterans.
- (e) Mentors will conduct a needs assessment of their proposed protégé to identify weaknesses that may be improved by the proposed agreement.
- (f) The Mentor-Protégé Agreement does not create a joint venture relationship. Joint Venture agreements must conform to the Information Letter (IL) 049-6-4. See appendix 3.
- (g) As per paragraph 8(d) of this Guidebook, the VA Mentor-Protégé Program is not a contracting program. It does not create privity of contract between the mentor and VA, or the protégé and VA.
- (h) VA reserves the right to limit the number of participants in the program in order to ensure its effective management of the Mentor-Protégé Program.

5. Responsibilities

VA's Mentor-Protégé Program is designed to provide Service-Disabled Veteran-owned and Veteran-owned small businesses assistance in developing and strengthening capabilities that would enable them to perform successfully as prime and sub-contractors. To that end, responsibilities for program oversight and execution have been established for the following:

- a. **VA OSDBU/Center for Small Business Utilization** is responsible for the overall administration, management and approval of the Mentor-Protégé Agreements. The Executive Director of the Office Small Disadvantaged Business Utilization will have final approval authority.
- b. **VA Contracting Officers** are responsible for evaluating and approving (or not approving) subcontracting plans. Mentors shall be given

evaluation credit on an approved subcontracting plan of their choosing based upon a dollar-for-dollar credit for the expenses they have incurred mentoring the protégé. This credit is computed based upon the expenses incurred by the Mentor for the purpose of providing developmental assistance to the protégé firm. The Mentor firm will enter the amount of the credit in the electronic subcontracting reporting system (eSRS) along with the actual subcontracting dollars expended for the applicable contract. The Contracting Officer will review and accept or reject the eSRS report submitted by the Mentor. The Contracting Officer can request documentation (invoices and/or other documentation) from the Mentor to verify the expenses incurred.

- c. **Center for Veteran Enterprise** is responsible for verifying the status and ownership requirements of a SDVOSB and VOSB.

6. Eligibility to Participate

Eligible business entities approved as mentors may enter into agreements with eligible protégés. Mentors provide appropriate developmental assistance to enhance the capabilities of the protégé to perform as contractors or subcontractors. Eligible small business entities capable of providing developmental assistance may be approved as mentors. Protégés may be a subcontractor to their mentor but it is not required.

These requirements are summarized below and are available in their entirety on the VA Mentor-Protégé website at www.va.gov/osdbu.

a. Mentor.

- (1) May be either a large or small business entity and either a prime or subcontractor
- (2) Eligible for receipt of Federal government contracts.
Please refer to paragraph 4 (a)
- (3) Must be able to provide developmental assistance that will enhance the abilities of the protégé as a prime contractor and/or subcontractor
- (4) Demonstrate to VA's OSDBU financial responsibility and capacity to provide developmental assistance to the protégé. The OSDBU may request credit reports, financial statements and other documents deemed necessary to support responsibility and capacity.

b. Protégé.

- (1) To be eligible to participate as a Protégé, an entity shall be classified as a Service-Disabled Veteran-owned or a Veteran-owned small business registered in VIP. Prior to acceptance in the MPP, the Protégé must be **verified** in the VIP database and must have a current registration in Central Contractor Registry (CCR).
- (2) While a protégé may have other active MPA at other agencies, they are limited to only one VA Mentor at a time. A protégé is limited to two agreements in the VA MPP.
- (3) A protégé shall self-represent to a mentor firm that it meets the eligibility requirements. Protégé firms must maintain verified status throughout the term of the Agreement. Failure to do so shall result in the cancellation of the Agreement. Protégé should have a reporting system for preparing reports of mentor's activity so that results of VA's Program can be reported separately from any other Federal agency Mentor-Protégé Programs.

7. General Procedures for Selection of Protégé firms

a. The Mentor is solely responsible for selecting a Protégé with whom it believes it can develop a successful relationship. Mentors are encouraged to select from a broad base of SDVOSB and VOSB firms whose core competencies support VA's mission. The Mentor may consider the following when selecting a Protégé:

- (1) A previous established association between the Mentor and Protégé is highly recommended
- (2) Protégé's geographic proximity to the Mentor
- (3) Protégé attitude regarding being mentored
- (4) The ways in which the Protégé's capabilities will align with the Mentor's capabilities
- (5) Commitment to the relationship by both parties
- (6) Stability of the Protégé's management and financial status
- (7) Protégé past performance

- (8) Result of any contract/subcontract work between the Mentor and Protégé
- (9) Subcontracting expectations
- (10) That the Protégé has not previously participated twice in the VA MPP and is not currently receiving assistance under an active VA MPP
- (11) Selection of protégé firms by mentor firms may not be protested, except that any protest regarding the size or eligibility status of an entity selected by a mentor shall be handled in accordance with the FAR and SBA regulations. (Ref: VAAR 819.7107)

b. A Mentor may have several mentor protégé agreements. However, a separate Mentor-Protégé Agreement (MPA) must be submitted and approved for each Mentor-Protégé relationship and VA reserves the right to limit the total number of protégés participating under each mentor firm for the Program. Mentors shall confirm the eligibility of the proposed protégé by documenting the verified status of the protégé in the VetBiz.Gov VIP database.

8. Application Submission and Process

- a Firms interested in becoming approved mentor-protégé participants must submit a jointly written VA Mentor-Protégé Agreement to the VA OSDBU for review and consideration for acceptance. Submission of this agreement and supporting documents shall be in accordance with the instructions posted on the OSDBU webpage: www.va.gov/osdbu/veteran/mpp.asp. The proposed MPA will be evaluated on the extent to which the mentor plans to provide developmental assistance. Mentors shall assess the needs of protégés and incorporate the assistance they plan to provide in the MPAs. Evaluations will consider the nature and extent of technical and managerial support as well as any proposed financial assistance in the form of loans, joint venture(IAW IL 049-6-4), and traditional subcontracting support. The scope of the evaluation is further described in paragraph 9 of this Guidebook. The submission of documents will be submitted in the following format:

TAB A Participants must submit a cover letter that summaries the assistance and the associated cost.

TAB B The Mentor and Protégé shall submit a statement that it is in good standing and not currently suspended or debarred from government contracting.

TAB C The mentor and protégé shall submit a signed statement that they are not affiliated with one another.

TAB D The Mentor shall provide a description of their ability to provide developmental assistance to the protégé and the type of developmental assistance that will be provided. This should include a description of the types and dollar amounts of subcontract work, if any, that may be awarded to the protégé firm.

TAB E Mentors and Protégés shall submit year-end financial statements for the period just completed and Tax Returns if requested by OSDBU.

TAB F The mentor shall provide a separate needs assessment report as stated in paragraph 4 (e) of this Guidebook. The mentor shall evaluate the protégés needs and identify, with the protégé, those areas of assistance most critical to the protégé.

TAB G A completed checklist ("appendix A-2") shall be submitted with the MPA.

TAB H The Mentor Protégé Agreement and must contain the following:

- (1) Names, addresses, phone numbers, and e-mail addresses of the mentor and protégé firms and a point of contact for both mentor and protégé who will oversee the agreement;
- (2) A statement from the protégé firm that the firm is currently eligible as a SDVOSB or VOSB to participate in VA's Mentor-Protégé Program;
- (3) The duration of the agreement shall not exceed 36 months for the base period. The MPA may be extended for up to 36 months at the discretion of the government. The agreement shall include the rights and responsibilities of each party. The agreement shall also include a requirement to submit annual reports to government.
- (4) Termination procedures as described in paragraph 13 of this Guidebook.
- (5) A schedule with milestones for providing assistance;
- (6) Criteria for evaluation of the protégé developmental success;
- (7) A plan addressing the mentor's strategy in increasing the quality of the protégé firm's technical capabilities and contracting and subcontracting opportunities;

- (8) An estimate of the total cost of the planned mentoring assistance to be provided to the protégé;
- (9) Description of assistance and delivery of assistance to be provided.
- (10) An agreement by both parties to comply with the reporting requirement as delineated in VAAR 819.7113 and paragraph 14 this Guidebook
- (11) A plan for accomplishing unfinished work should the agreement be voluntarily cancelled;
- (12) Other terms and agreements as appropriate;
- (13) Signatures and dates.

TAB I Miscellaneous - Participants may submit other information including past performance ratings on contracts for review and consideration.

- b Participants may use the Mentor-Protégé template Appendix A-1 as a guide.
- c Failure to submit the mentor-protégé agreement and/or supporting documentation in accordance with paragraph 8 and other provisions of this Guidebook will be deemed non-responsive to the submission of the requirements for the Mentor-Protégé Program. Non-responsive submissions will not be considered.
- d The Mentor-Protégé Agreement defines the relationship between the mentor and the protégé firms only. The agreement does not create any privity of contract between the mentor and VA or the protégé and VA.

9. Application Review

- (a) VA OSDDBU will review the information to establish the mentor and protégé eligibility and to ensure that the information is complete. OSDDBU will complete its review within 30 calendar days, to the maximum extent practicable, after the close of the submission period for receipt of the applications. There is no fee to apply for the Mentor-Protégé Program.
- (b) The evaluation of all proposed agreements will be based on, but not limited to, the following elements:
 - (1) Merit of the developmental assistance to the Protégé
 - (2) Perceived benefit / value of the agreement to VA
 - (3) Percentage of hours and cost associated with technical assistance
 - (4) Subcontracting Opportunities available to the Protégé by the Mentor

- (5) Financial capability of mentor to provide assistance
 - (6) Viability of protégé's business as an ongoing concern
 - (7) Percentage of the Protégé's employees who are Veterans
 - (8) Percentage of the Mentor's employees who are Veterans
 - (9) Satisfactory performance by mentors and protégés on VA contracts. Satisfactory performance on other federal contracts will be considered, however, they will not receive the same level of consideration as performance on VA contracts.
- (c) The Executive Director for OSDBU will provide a letter to those firms selected to participate in the VA Mentor-Protégé Program.
 - (d) The Executive Director for OSDBU will provide a letter to firms not selected.
 - (e) If the application is disapproved, the mentor may provide additional information for reconsideration. OSDBU will complete the review of any supplemental information no later than 30 days after receipt, to the maximum extent practicable. Upon finding deficiencies that are correctable, OSDBU will notify the mentor and protégé and request corrections to be provided within 15 calendar days after notification. Notification will be provided via faxed correspondence. This process does not apply if the firm is not selected due to the limited number of agreements per paragraph 4(h) of this guidebook.

10. Developmental Assistance. Mentors may provide developmental and other business assistance to the protégé to include but not limited to the following:

- (a) Technical Assistance
- (b) Financial management
- (c) Organizational management
- (d) General business management and planning
- (e) Business development
- (f) Loans
- (g) Rent free use of facilities and/or equipment not to exceed 18 months
- (h) Property
- (i) Temporary assignment of Mentor's personnel to a Protégé and/or temporary assignment of Protégé personnel to Mentor's facility for training.
- (j) Awards of subcontracts under VA contracts or other contracts, on a non-competitive basis.
- (k) Advance payments under such contracts. Mentors must administer advance payments in accordance with FAR Subpart 32.4 (Advance Payments for Non-Commercial items).
- (l) Technical and Technology Transfers

11. Agreement Contents

Mentor-Protégé Agreements must contain the following:

- a. **Cover Letter.** The cover letter should introduce and summarize the contents of the Agreement.
- b. **Mentor-Protégé Agreement.** Mentor will develop the Mentor-Protégé Agreement using the template provided as Appendix A-1 of this Guidebook. The Agreement must contain sufficient information on planned developmental assistance that will allow VA to evaluate, measure, and track the proposed development assistance plan.
- c. **New Agreement Checklist** Parties shall use this checklist to provide basic information and a guide in preparing the MPA. Upon receipt of the documents from the applicants, VA will evaluate the MPA package for completeness in accordance with paragraph 8 (a) of this guidebook.

12. Extensions or Modifications of Milestones Contained in an Agreement

A Mentor desiring to extend the period of performance, realign, or add milestones to the Mentor-Protégé Agreement must submit a formal request to the OSDBU. VA may also request that the Mentor submit new milestones if the developmental assistance is behind schedule, as determined in the annual reports, through site visits or because of contact with the Mentor and/or Protégé. Though extensions may be requested and milestones realigned, the total agreement period cannot exceed the basic agreement of 36 months as defined in paragraph 8 (i) (3) of this guidebook.

- a. The Mentor's letter requesting an extension, realignment or addition of milestones must include a justification explaining the necessity for the change and must be signed by both the Mentor and the Protégé. The letter must include:
 - (1) Milestones accomplished
 - (2) Milestones not accomplished, with accompanying explanation
 - (3) Proposed new milestones
 - (4) Formal modifications / addenda to the Agreement, signed by both parties. Updates to the developmental assistance being provided, milestones, metrics, and cost proposal should be included, if applicable.

(5) Dollars expended to date

b. The request must be submitted to the OSDBU for review.

13. **Agreement Termination**

If the Mentor and Protégé decide to terminate the Agreement prior to the scheduled completion date, a formal notification must be submitted to VA OSDBU. The Procedures for termination, as outlined below and on the Agreement template, must be clearly stated in the Agreement package and agreed to by both the Mentor and Protégé.

a. **Voluntary Termination.** A mentor or protégé may voluntarily withdraw from the Program. However, in no event shall such withdrawal impact the contractual requirements under any prime contract with VA. The withdrawing party must notify the associated party to this agreement and VA in writing of its intent to voluntarily withdraw its participation in the MPP at least 30 calendar days in advance of the effective termination date. A Mentor or Protégé may only terminate its Agreement(s) voluntarily if it no longer wants to be a participant in the Program.

b. **Termination for Cause**

- (1) The Mentor must furnish the Protégé a written and signed notice of the proposed termination, stating the specific reasons for such action, at least 30 calendar days in advance of the effective date of such proposed termination.
- (2) The Protégé will have 30 calendar days to respond to the notice of proposed termination and may rebut any issues and offer a proposed plan of remediation.
- (3) Upon prompt consideration of the Protégé response, the Mentor must either withdraw the notice of proposed termination and continue the Mentor-Protégé Agreement or issue the notice of termination to the VA OSDBU.
- (4) The decision of the Mentor regarding termination for cause will be final upon written consent by the VA OSDBU.

c. **Termination by Protégé.** The Protégé must submit a written and signed request for termination to the Mentor at least 30 calendar days in advance of the protégé's intent to terminate the agreement. The Mentor is allowed to respond within that 30 calendar day

period. If they respond within that window, then 30 calendar days from the date the Mentor's response letter is the official date of termination. Otherwise, the date proposed by the Protégé to terminate the agreement will be considered the official termination date.

- d. **Termination by VA.** VA may terminate the Agreement during the reporting periods if VA finds that the mentor has not complied with the provisions as set forth in the Agreement or that the assistance has not resulted in any material benefits or developmental gains to the protégé. VA will notify the mentor and protégé of its intent to terminate the agreement. Both the mentor and protégé may appeal this action. The mentor and protégé will submit in writing, within 30 calendar days of the notification, reasons to continue the agreement and a proposed remediation plan. VA may terminate this agreement at any time, without recourse, if the protégé does not maintain verified status in VIP or if a party to the Agreement is debarred or suspended from government contracting by any federal agency.
- e. A mentor or protégé may voluntarily withdraw from the Program. However, in no event shall such withdrawal impact the contractual requirements under any prime contract with VA.

14. **Reporting and Reviews**

The Mentor-Protégé Agreement should include a statement that both the Mentor and the Protégé will comply fully with all reporting requirements of the MPP. The Agreement template in Appendix A-1 of this Guidebook includes an example of the type of statement to be included.

a. **Annual Reports**

- (1) Mentors are required to report on the progress made in each of their active Agreements annually throughout the term of the Agreement. The report is due 30 calendar days after the end of the anniversary of the MPA period, beginning with the first day of month following the approval date of the MPA.
- (2) Protégés are also required to submit an annual report, on the progress made in accordance with the MPA. In addition, the protégé will also report gains in employment, revenues, assets, net-worth and participation in VA contracts during the period. The Protégé will also include all Veterans hired during the reporting period and the percentage of overall employment of Veterans in the firm. The Protégé's report is due at the same time as the Mentor's report.
- (3) The annual reports are to be submitted to the VA OSDBU. A **template** for the report may be accessed electronically at www.va.gov/osdbu/veteran/mpp.asp. In addition, the VA OSDBU

may request additional documentation such as financial statements, tax returns, etc. of the Protégé to evaluate the progress.

- (4) The required annual reports will be reviewed and used to determine whether the milestones outlined in the original or modified Mentor-Protégé Agreement package are met. It will also be used to assess the effects of mentoring on the Protégé.
- (5) Mentor and protégé firms shall submit an evaluation to OSDBU at the conclusion of the Agreement. The protégé, one year after completing VA's MPP, will submit a report to OSDBU on the protégé's ability to compete on federal procurements without the assistance of a mentor. This report will allow OSDBU to evaluate the effectiveness of the Program. OSDBU will provide the protégé a format for the report.

b. Internal Control

VA OSDBU has established internal controls to:

- (1) Review and evaluate mentor application for validity of the provided information.
- (2) Review annual progress reports submitted by Mentors and Protégé.
- (3) Monitor the progress and developmental gains by the protégé.
- (4) Review and evaluate financial reports and invoices submitted by mentor. Verify that VA is not charged by mentor.
- (5) Conduct site visits as deemed necessary by VA OSDBU.
- (6) Limit the number of participants in the Mentor-Protégé Program for effective management of the Program.

15. Other Provisions

Non-affiliation – A Protégé firm will not be considered an affiliate of a mentor firm solely on the basis that the protégé firm is receiving developmental assistance from the mentor firm under the VA's Mentor-Protégé Program. An affiliation could exist for other reasons. The determination of affiliation is a function of the Small Business Administration. (Ref: 13 CFR 121.103)

16. Frequently Asked Questions

Below are some frequently asked questions regarding the Mentor-Protégé Program, including a list of common abbreviations. These also summarize in part the information found within this guidebook.

This portion is updated frequently on our website, at www.va.gov/osdbu under Mentor-Protégé Program Frequently Asked Questions.

Q: *How many agreements may a Mentor and a Protégé have?*

A: A mentor is not limited in the number of MPP agreements they have at any time and concurrently but VA reserves the right to limit the number of Agreements. The Protégé may only be in one active VA Mentor-Protégé agreement at a time. Additionally, a Protégé may not participate in the VA Mentor-Protégé Program more than twice.

Q: *Does a potential Mentor need to apply by division, or is there a corporate-wide approval?*

A: Mentor approval may be corporate-wide, provided that Mentor applications be filled out with information at the corporate level. Once the application is submitted with corporate information and approved, all divisions of the company are eligible to participate as a Mentor.

Q: *What is the new agreement checklist?*

A: The New Agreement Checklist provides a snap shot of basic information that is included in the MPA package. This checklist serves as a final review by the participants before submission of the MPA. The New Agreement Checklist must be submitted with the MPA package.

Q: *If I currently participate in another Federal agency Mentor-Protégé Program, can I use that Agreement for the VA Mentor-Protégé Program?*

A: No, the Agreement submitted for approval must conform to the VA Mentor-Protégé regulations and this guidebook.

Q: *Can a protégé joint venture with its mentor on VA contracts?*

A: The Mentor-Protégé Agreement does not create a joint venture. A separate joint venture agreement must be submitted to and be accepted by VA IAW IL 049-6-4. The joint venture team must conform to the size regulations of 13 CFR 121.

Q: *What is affiliation and how does it affect the Mentor-Protégé Agreement.*

A: Generally, concerns and entities are affiliated when one has the power to control the other or a third party has the power to control both. As a rule, the protégé is not considered affiliated with the mentor solely because the protégé receives assistance from the mentor under the VA Mentor-Protégé Program. Affiliation may be found for other reasons. The determination of affiliation is a function of SBA.

Q: *Can I participate in the VA Mentor-Protégé Program if I am registered in VIP but not verified.*

A: A participant must be a Service-Disable Veteran owned or a Veteran owned small business. A participant must be verified in the Vendor Information Pages database prior to selection.

Q: *How are calendar days defined?*

A: In computing any period of time described in this Guidebook, the day from which the period begins to run is not counted and when the last day of the period is a Saturday, Sunday, or Federal holiday, the period extends to the next day that is not a Saturday, Sunday, or Federal holiday. Similarly, when the Federal agency where a submission is due is closed for all or part of the last day, the period extends to the next day on which the agency is open

Q: *What do the following acronyms mean?*

CFR:	Code of Federal Regulations
CO:	Contracting Officer
COTR:	Contracting Officer Technical Representative
CVE:	Center for Veteran Enterprise
EPLS:	Excluded Parties List System
eSRS:	Electronic Subcontracting Reporting System
FAR:	Federal Acquisition Regulations
HBCU:	Historically Black College or University
IAW:	In Accordance With
IL:	Office of Acquisition and Logistic (OAL) Information Letters
ISR:	Individual Subcontracting Report
MI:	Minority Institution of higher education
NAICS:	North American Industrial Classification Standard
OSDBU:	Office of Small and Disadvantaged Business Utilization
PTAC:	Procurement Technical Assistance Center
SBA:	Small Business Administration
SBDC:	Small Business Development Center
SDVOSB:	Service Disable Veteran Owned Small Business
SSR:	Summary Subcontracting Report
VA:	Department of Veterans Affairs
VACO:	Veterans Affairs Central Office
VAAR:	Veterans Affairs Acquisition Regulation
VIP:	Vendor Information Pages Database
VOSB:	Veteran Owned Small Business

APPENDICES

- A-1 Mentor-Protégé Agreement Template**
- A-2 Agreement Checklist**
- A-3 Information Letter (IL) 049-06-4**